

Hearing Date And Time: April 22, 2010 at 10:00 a.m. (prevailing Eastern time)
Objection Deadline: April 15, 2010 at 4:00 p.m. (prevailing Eastern time)

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Reorganized Debtors

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
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DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
	:	(Jointly Administered)
Reorganized Debtors.	:	
	:	
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NOTICE OF HEARING ON REQUESTS UNDER 11 U.S.C. §§ 503(b)(3) AND (4)
FOR REASONABLE COMPENSATION AND REIMBURSEMENT
OF ACTUAL AND NECESSARY EXPENSES

PLEASE TAKE NOTICE that a hearing (the "Substantial Contribution Hearing") will be held on April 22, 2010,¹ at 10:00 a.m. (prevailing Eastern time) before the Honorable Robert D. Drain, United States Bankruptcy Court for the Southern District of New York, 300 Quarropas Street, Room 118, White Plains, New York 10601-4140 to consider the following requests of parties (each, an "Applicant" and together, the "Applicants") seeking reasonable compensation² and reimbursement of actual and necessary expenses³ pursuant to 11 U.S.C. §§ 503(b)(3) and (4) for making a substantial contribution in these chapter 11 cases (each, an "Application," and together, the "Applications"):

1. **CR Intrinsic Investors, LLC and Elliot Associates, L.P.** (Docket No. 19115)⁴
*Holder of Certain Senior Notes Issued by Debtors*⁵
 - Fees: \$268,501.98
 - Charges and Disbursements: \$15,823.42

¹ The Delphi Trade Committee originally noticed its Application to be heard on March 18, 2010, contemporaneously with the professional fee applications. The Delphi Trade Committee has agreed with the Reorganized Debtors to move the hearing on its Application to April 22, 2010, so as to be heard with the other Applications included in this notice.

² All compensation amounts reflect requested fees net of voluntary reductions as stated in each Application.

³ All expenses reflect requested charges and disbursements net of voluntary reductions as stated in each Application.

⁴ The docket numbers provided in this list correspond to the docket numbers of the Applications filed by the respective Applicants that will be heard at the April 22, 2010 hearing.

⁵ "Debtors," as used in this notice, means Delphi Corporation and certain of its affiliates, former debtors and debtors-in-possession, predecessors to the Reorganized Debtors. "Reorganized Debtors" means DPH Holdings Corp. and certain of its affiliated reorganized debtors in the above-captioned cases.

2. **Davidson Kempner Capital Management LLC; Elliott Associates, L.P.; Nomura Corporate Research & Asset Management, Inc.; Northeast Investors Trust; SPCP Group, LLC; and Whitebox Advisors, LLC** (Docket No. 19091)⁶
Holders of Certain Senior Notes Issued by Debtors
 - Fees: \$3,745,555.75
 - Charges and Disbursements: \$224,727.86
3. **Delphi Trade Committee**⁷ (Docket Nos. 19116, 19119)
Ad Hoc Committee of Creditors Holding Trade Claims against Debtors
 - Fees: \$1,420,362.15⁸
 - Charges and Disbursements: \$79,637.85
4. **Highland Capital Management, L.P.** (Docket No. 19112)
Creditor of Debtors
 - Fees: \$2,420,498.35
 - Charges and Disbursements: \$109,295.24
5. **IUE-CWA** (Docket No. 19113)
Labor Organization Representing Former Employees of Debtors
 - Fees: \$1,185,701.25
 - Charges and Disbursements: \$52,603.60

PLEASE TAKE FURTHER NOTICE that responses or objections, if any, to any of the Applications must (a) be in writing, (b) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, the Supplemental Order Under 11 U.S.C. §§ 102(1) And 105 And Fed. R. Bankr. P. 2002(m), 9006, 9007, And 9014 Establishing Omnibus Hearing Dates And Certain Notice, Case Management, And Administrative Procedures, entered March 20, 2006 (Docket No. 2883) (the "Supplemental Case

⁶ The Davidson Kempner Capital Management LLC et al. Application seeks relief under 11 U.S.C. § 1129(a)(4) and Fed. R. Bankr. P. 9019.

⁷ The Delphi Trade Committee originally noticed its Application to be heard on March 18, 2010, contemporaneously with the professional fee applications. The Delphi Trade Committee has agreed with the Reorganized Debtors to move the hearing on its Application to April 22, 2010, so as to be heard with the other Applications included in this notice.

⁸ The fees listed for the Delphi Trade Committee is the difference between (i) the total amount requested of \$1,500,000.00 for fees and expenses, and (ii) \$79,637.85 of actual and necessary expenses.

Management Order") and the Seventeenth Supplemental Order Under 11 U.S.C. §§ 102(1) And 105 And Fed. R. Bankr. P. 2002(m), 9006, 9007, And 9014 Establishing Omnibus Hearing Dates And Certain Notice, Case Management, And Administrative Procedures, entered January 25, 2010 (Docket No. 19360) (together with the Supplemental Case Management Order, the "Case Management Orders"), (c) be filed with the Bankruptcy Court in accordance with General Order M-242 (as amended) – registered users of the Bankruptcy Court's case filing system must file electronically, and all other parties-in-interest must file on a 3.5 inch disk (preferably in Portable Document Format (PDF), WordPerfect, or any other Windows-based word processing format), (d) be submitted in hard-copy form directly to the chambers of the Honorable Robert D. Drain, United States Bankruptcy Judge, and (e) be served upon (i) DPH Holdings Corp., 5725 Delphi Drive, Troy, Michigan 48098 (Att'n: John Brooks, David M. Sherbin, and John D. Sheehan), (ii) counsel to the Reorganized Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, 155 North Wacker Drive, Chicago, Illinois 60606 (Att'n: John Wm. Butler, Jr.), (iii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, Suite 2100, New York, New York 10004 (Att'n: Brian S. Masumoto), (iv) counsel for the agent under the Debtors' former postpetition credit facility, Davis Polk & Wardwell, 450 Lexington Avenue, New York, New York 10017 (Att'n: Donald S. Bernstein and Brian M. Resnick), and (v) the Applicant whose Application is the subject of such response or objection, in each case so as to be received no later than 4:00 p.m. (prevailing Eastern time) on April 15, 2010.

PLEASE TAKE FURTHER NOTICE that replies, if any, to any response or objection to any of the Applications must be filed no later than 4:00 p.m. (prevailing Eastern time) on April 21, 2010.

PLEASE TAKE FURTHER NOTICE that only those responses or objections made as set forth herein and in accordance with the Case Management Orders will be considered by the Bankruptcy Court at the Substantial Contribution Hearing. If no responses or objections to the Applications are timely filed and served in accordance with the procedures set forth herein and the Case Management Orders, the Bankruptcy Court may enter an order granting the Applications without further notice.

Dated: New York, New York
February 11, 2010

SKADDEN, ARPS, SLATE, MEAGHER
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